

200504506

INSTRUMENT PREPARED BY
VIRGINIA GAS AND OIL BOARD

ORDER RECORDED UNDER CODE
OF VIRGINIA SECTION 45.1-361.26

000092 OCT 13 '05

VIRGINIA:

BEFORE THE VIRGINIA GAS AND OIL BOARD

SUPPLEMENTAL ORDER REGARDING

DOCKET NO. VGOB 05/01/18-1394

ELECTIONS, UNIT: V-503211

(hereinafter "Subject Drilling Unit")

TAX MAP IDENTIFICATION NUMBERS:

TAX MAP IDENTIFICATION NUMBERS FOR ALL
PARCELS AFFECTED BY THIS ORDER ARE SHOWN ON
EXHIBIT (S) B WHICH IS/ARE ATTACHED
TO AND A PART OF THIS ORDER.

REPORT OF BOARD

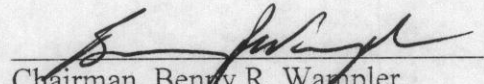
FINDINGS AND ORDER

1. This Supplemental Order is entered by the Board sua sponte in the form authorized by the Board at its hearing held at 9:00 a.m. on October 20, 1992, Board of Supervisors Room, Courthouse, Grundy, Virginia, and pursuant to authority granted to the Board's Chairman at the hearing of the Virginia Gas and Oil Board on June 16, 1992, at 9:00 a.m. at the Rhododendron Restaurant at the Breaks Interstate Park, Breaks, Virginia; and this Supplemental Order is being recorded for the purpose of (1) complying with the requirement of the Virginia Gas and Oil Board Regulations, 4 VAC 25-160.70C by supplementing the Order previously issued by the Board for subject Docket on April 19, 2005, and recorded Instrument #200501743 at the Office of the Clerk of Circuit Court, Wise County, Virginia on April 27, 2005, (herein "Board Order") to complete the record regarding elections. The Board Order pooled all interest in Subject Drilling Unit including those of the Respondents more particularly set forth and identified by the Designated Operator in the affidavits attached hereto and made a part hereof. The Board finds it has jurisdiction over the subject matter pursuant to the provisions of the Virginia Gas and Oil Act, § 45.1-361.1 et seq., Virginia Code, 1950 as amended.
2. Findings: The Board finds that:
 - (a) The Board Order directed Equitable Production Company, (herein the Designated Operator"), to mail copies of the Board Order to all respondents whose interest, if any, were pooled by said Board Order;
 - (b) The designated operator filed its affidavit of mailing dated May 5, 2005, disclosing that it had mailed a correct copy of the Board's Order to all Respondents whose interest, if any, were pooled by said Board Order;
 - (c) The Board Order required each Respondent whose interest, if any, were pooled by the terms of said Board Order to make his or her election within thirty (30)

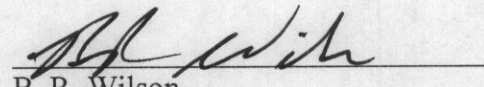
days after the date of mailing or recording, as applicable, of said Order; the Designated Operator has filed its affidavit dated September 16, 2003, in accordance with § 7.C of the Virginia Gas and Oil Board Regulations and 4 VAC 25-160.70C (herein "Affidavit of Election"), wherein it has, for each Respondent whose interest, if any, were pooled by said Board Order, stated: (i) whether each Respondent has made or failed to make a timely election; (ii) the nature of the election made, if any; (iii) whether, by reason of a failure to elect or to timely elect one or more Respondents are deemed, under the terms of the Board's Order, to have leased all their rights, title, interest, estates and claims in Subject Drilling Unit to the Designated Operator;

- (d) The Board Order further required the Designated Operator, after expiration of the election period, to file with the Board a statement of the interests subject to escrow under the terms and provisions of the Board Order, in light of the elections made or deemed to have been made (herein "Statement of Interests"); that the Designated Operator furnished said Statement of Interests as part of its Affidavit of Election. A copy of which is attached hereto as Exhibit B;
 - (e) Current Board standards requiring the escrow of funds and the Board's agreement with its Escrow Agent, Wachovia Bank, Corporate Trust, PA 1328, 123 South Broad Street, Philadelphia, PA 19109-1199, (888) 396-0853, Attn: Rachel Rafferty, or any successor named by the Board, require the entry of a Supplemental Order establishing of record the elections made or deemed to have been made and specifying the sums or percentage thereof subject to escrow. Current Board escrow standards were made applicable to Subject Drilling Unit by a Board Order dated December 23, 1992.
3. Order: By this Order, the Board orders the Designated Operator to tender, consistent with and in accordance with the findings set forth at paragraph 2 above and the annexed Affidavits, any funds subject to escrow and instructs the Escrow Agent, Wachovia Bank, Corporate Trust, PA 1328, 123 South Broad Street, Philadelphia, PA 19109-1199, (888) 396-0853, Attn: Rachel Rafferty, or any successor named by the Board to establish interest-bearing escrow account(s), IRS Tax Identification Number 54-1629506, in accordance with the information set forth in said affidavits to receive such funds and account to the Board therefore.
4. Mailing of Order and Filing of Affidavit: The Designated Operator under the captioned Order or its Attorney shall file an affidavit with the Secretary of the Board within ten (10) days after the date of receipt of this Order stating that a true and correct copy of this Order was mailed to each person whose interest or claim is subject to escrow and whose address is known.
5. Conclusion: Therefore, the findings and all terms and provisions set forth above be and hereby are granted and IT IS SO ORDERED.
6. Effective Date: This Order shall be effective on the date of its execution.

DONE AND EXECUTED this 13th day of October, 2005 by 3/4 majority
of the Virginia Gas and Oil Board.

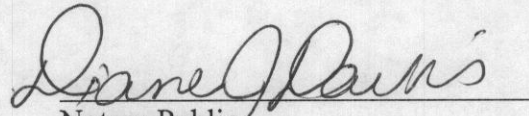

Chairman, Benny R. Wampler

DONE AND PERFORMED THIS 13th day of October, 2005 by Order
of this Board.


B. R. Wilson
Principal Executive to the Staff
Virginia Gas and Oil Board

STATE OF VIRGINIA
COUNTY OF Washington

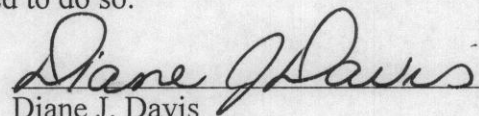
Acknowledged on this 13th day of October, 2005, personally before me a notary
public in and for the Commonwealth of Virginia, appeared Benny R. Wampler, being duly
sworn did depose and say that he is Chairman of the Virginia Gas and Oil Board, that he
executed the same and was authorized to do so.


Notary Public

My commission expires: 9/30/09.

STATE OF VIRGINIA
COUNTY OF Washington

Acknowledged on this 13th day of October, 2005, personally before me a
notary public in and for the Commonwealth of Virginia, appeared B. R. Wilson, being duly
sworn did depose and say that he is Principal Executive to the Staff Virginia Gas and Oil
Board, that he executed the same and was authorized to do so.


Diane J. Davis
Notary Public

My commission expires: 9/30/09.

VIRGINIA:

000095 OCT 13 2005

BEFORE THE VIRGINIA GAS AND OIL BOARD

IN RE: Application of Equitable Production Company, for Forced Pooling of Interests in Unit Number V-503211 VGOB Docket No. VGOB-05/01/18-1394 in the Roberson Magisterial District of Wise County, Virginia.

AFFIDAVIT OF WILHOIT & KAISER, Attorneys-at-Law, Agents for the Designated Operator REGARDING ELECTIONS, ESCROW ACCOUNTS AND SUPPLEMENTAL ORDER

James E. Kaiser (herein Affiant), being first duly sworn on oath, deposes and says:

1. That the Affiant is an attorney in the law firm of WILHOIT & KAISER, the Agent for the Designated Operator, with offices located at 220 Broad Street, Kingsport, Tennessee 37660, and is authorized to give this Affidavit in its behalf;
2. That the Order entered on April 19, 2005, by the Virginia Gas and Oil Board regarding the captioned Conventional Unit required the Applicant to mail a true and correct copy of said Order to each person pooled by said Order;
3. That within seven (7) days of the receipt of an executed copy of the Order referred to at Paragraph 2. above, the Affiant was directed to cause a true and correct copy of said Order to be mailed via the United States Postal Service to each Respondent named in the captioned Application, whose address was known, and to all persons, if any, who are added as Respondents at the hearing held in the captioned matter;
4. That the Order of the Virginia Gas and Oil Board in the captioned matter required all persons pooled thereby to tender their written elections to the Unit Operator within thirty (30) days of the date said Order was recorded in the county above named; that said Order was recorded on April 27, 2005.
5. That the Designated Operator, by and through their agent, Wilhoit & Kaiser, Attorneys-at-Law, have established procedures to review all mail received and all written documents received by means other than by mail to ascertain whether parties whose interest have been pooled have made a written election, in a timely fashion, as required by the captioned Order; that said procedures were followed to identify the elections, if any, made with regard to Subject Unit; that the following persons delivered, by mail or otherwise, written elections to the Unit Operator, within the thirty day election periods:

NONE

6. That the interest and/or claims of the following persons (who made timely elections, or who are deemed under the terms of the Board's Order to have leased, or who, subsequent to the pooling hearing held in the captioned matter, have leased or otherwise entered into an agreement with the Designated Operator) are subject to escrow under the Board's Order pooling the captioned Unit, as unknown or/unlocatable.

NONE

7. That after the pooling hearing held in the captioned matter, the following persons have leased or entered into a voluntary agreement with the Designated Operator with regard to their interest and/or claims.

NONE

8. That the following persons have not made a timely election and have failed to enter into an agreement with the Designated Operator and their respective interests shall be deemed to have leased pursuant to and in accordance with paragraph 10 of the Order.

| <u>Tract</u> | <u>Payee</u> | <u>Cash Consideration</u> |
|--------------|--|---------------------------|
| 5 | Jeffrey R. Collins Judy H. Collins P.O. Box 7048 Wise, VA 24293 | 7.0300 X \$5.00 = \$35.15 |
| 6 | Helen Keith 9351 Birchfield Road Pound, VA 24279 | 0.5500 X \$5.00 = \$2.75 |
| | Bonnie E. Hale J.E. Hale W/H 8241 Crain Nest Road Coeburn, VA 24230 | 0.5500 X \$5.00 = \$2.75 |
| | Muriel Banover 10342 North Fork Meadow Branch Rd. Pound, VA 24279 | 0.5500 X \$5.00 = \$2.75 |
| | Bill Taylor Ann Taylor h/w 8405 Bean Gap Road Pound, VA 24279 | 0.5500 X \$5.00 = \$2.75 |
| | Carl Taylor Blanch Taylor 4927 Wilks Road Atwater, Ohio 44201 | 0.5500 X \$5.00 = \$2.75 |

TractPayeeCash Consideration

7

Larry N. Stanley
Rebecca Stanley h/w
9440B Birchfield Rd.
Pound, VA 24279

1.6900 X \$5.00 = \$8.45

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8

William R. Mullins
Judy M. Mullins h/w
944A Birchfield Road
Pound, VA 24279

1.6700 X \$5.00 = \$8.35

That pursuant to the provision of 4VAC 25-160.70C annexed hereto and incorporated herein is a proposed supplemental order to be entered to complete the record regarding elections; that said annexed supplemental order sets forth that the services of the Escrow Agent are not required in this matter pursuant to the terms of §§ 45.1-361.21.D,

Dated at Kingsport, Tennessee, this 7th day of September 2005.

[Signature]
Affiant

Taken, subscribed and sworn to before me by James E. Kaiser, the Agent of Equitable Production Company, a corporation, on behalf of the corporation, this 7th day of September 2005.

My commission expires: 11-12-08



EXHIBIT "B"
V-503211
VGOB 05/01/18-1394

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| <u>TRACT</u> | <u>LESSOR</u> | <u>LEASE STATUS</u> | <u>INTEREST WITHIN UNIT</u> | <u>GROSS ACREAGE IN UNIT</u> | <u>NET REVENUE INTEREST</u> |
|-------------------------------|---|-----------------------------------|-----------------------------|------------------------------|-----------------------------|
| <u>Gas Estate Only</u> | | | | | |
| 1 ID 019992 | ACIN LLC P.O. Box 2827 Huntington, WV 25727 Attn: John Mooney | Leased - EPC 904576L WI-64 | 62.05000000% | 69.9200 | 0.07756250 RI |
| | Equitable Production Company | | | | 0.54293750 WI |
| Tract 1 Totals | | | 62.05000000% | 69.9200 | 0.62050000 |
| 2 NOT ASSESSED O & G | Pine Mountain Oil & Gas, Inc. P.O. Box 2136 Abingdon, VA 24212 Attn: Richard Brillhart | Leased - EPC 241640L T2-262 | 20.25000000% | 22.8200 | 0.02531250 RI |
| | Equitable Production Company | | | | 0.17718750 WI |
| Tract 2 Totals | | | 20.25000000% | 22.8200 | 0.20250000 |
| 3 NOT ASSESSED O & G | Pine Mountain Oil & Gas, Inc. P.O. Box 2136 Abingdon, VA 24212 Attn: Richard Brillhart | Leased - EPC 241640L T-914 | 0.58000000% | 0.6500 | 0.00072500 RI |
| | Equitable Production Company | | | | 0.00507500 WI |
| Tract 3 Totals | | | 0.58000000% | 0.6500 | 0.00580000 |
| 4 ID 003247 | Bruce Austin Debra Austin 6331 Stevens Road Wise, VA 24293 | Leased 244755.01 | 5.47000000% | 6.1600 | 0.00683750 RI |
| | Equitable Production Company | | | | 0.04786250 WI |
| Tract 4 Totals | | | 5.47000000% | 6.1600 | 0.05470000 |
| 5 ID 002797 | Jeffrey R. Collins Judy H. Collins P.O. Box 7048 Wise, VA 24293 | Unleased | 6.24000000% | 7.0300 | 0.00780000 RI |
| | Equitable Production Company | | | | 0.05460000 WI |
| Tract 5 Totals | | | 6.24000000% | 7.0300 | 0.06240000 |

EXHIBIT "B"
V-503211
VGOB 05/01/18-1394

000099 OCT 13 2005

| <u>TRACT</u> | <u>LESSOR</u> | <u>LEASE STATUS</u> | <u>INTEREST WITHIN UNIT</u> | <u>GROSS ACREAGE IN UNIT</u> | <u>NET REVENUE INTEREST</u> |
|------------------------------------|--|-------------------------|-------------------------------------|--------------------------------------|-------------------------------------|
| 6 ID 004306 | Helen Keith 9351 Birchfield Road Pound, VA 24279 | Unleased | 0.48600000% | 0.5500 | 0.00060750 RI |
| | Bonnie E. Hale J.E. Hale W/H 8241 Crain Nest Road Coeburn, VA 24230 | Unleased | 0.48600000% | 0.5500 | 0.00060750 RI |
| | Muriel Banover 10342 North Fork Meadow Branch Rd. Pound, VA 24279 | Unleased | 0.48600000% | 0.5500 | 0.00060750 RI |
| | Bill Taylor Ann Taylor h/w 8405 Bean Gap Road Pound, VA 24279 | Unleased | 0.48600000% | 0.5500 | 0.00060750 RI |
| | Carl Taylor Blanch Taylor 4927 Wilks Road Atwater, Ohio 44201 | Unleased | 0.48600000% | 0.5500 | 0.00060750 RI |
| | Equitable Production Company | | | | 0.02126250 WI |
| Tract 6 Totals | | | 2.43000000% | 2.7500 | 0.02430000 |
| 7 ID 004071 | Larry N. Stanley Rebecca Stanley h/w 9440B Birchfield Rd. Pound, VA 24279 | Unleased | 1.50000000% | 1.6900 | 0.00187500 RI |
| | Equitable Production Company | | | | 0.01312500 WI |
| Tract 7 Totals | | | 1.50000000% | 1.6900 | 0.01500000 |
| 8 NOT ASSESSED SURF & GAS | William R. Mullins Judy M. Mullins h/w 944A Birchfield Road Pound, VA 24279 | Unleased | 1.48000000% | 1.6700 | 0.00185000 RI |
| | Equitable Production Company | | | | 0.01295000 WI |
| Tract 8 Totals | | | 1.48000000% | 1.6700 | 0.01480000 |
| Total Gas Estate | | | 100.00000000% | 12.6900 | 1.00000000 |

INSTRUMENT #200504506
RECORDED IN THE CLERK'S OFFICE OF
WISE COUNTY ON
OCTOBER 13, 2005 AT 03:15PM
J. JACK KENNEDY, JR., CLERK

RECORDED BY: TLS

Instrument Control Number

000090 OCT 13 2005

Commonwealth of Virginia

Land Record Instruments

Cover Sheet - Form A

[ILS VLR Cover Sheet Agent 1.0.83]

INSTRUMENT #200504506
 RECORDED IN THE CLERK'S OFFICE OF
 WISE COUNTY ON
 OCTOBER 13, 2005 AT 03:15PM
 J. JACK KENNEDY, JR., CLERK

RECORDED BY: TLS



(Box for Deed Stamp Only)

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Date of Instrument: [10/04/05]

Instrument Type: [ORDER]

Number of Parcels [1]

Number of Pages [8]

City ☐ County ☒ [Wise County]

First and Second Grantors

| Last Name | First Name | Middle Name or Initial | Suffix |
|-----------------------|------------|------------------------|--------|
| [Virginia Gas & Oil] | [Board] | [] | [] |
| [] | [] | [] | [] |

First and Second Grantees

| Last Name | First Name | Middle Name or Initial | Suffix |
|----------------------------|------------|------------------------|--------|
| [ACIN LLC] | [] | [] | [] |
| [Pine Mountain Oil & Gas] | [] | [] | [] |

Grantee Address (Name) [Equitable Production Company]

(Address 1) [Cloverleaf Square, Building G]

(Address 2) []

(City, State, Zip) [Big Stone Gap] [VA] [24219]

Consideration [0.00] Existing Debt [0.00] Assumption Balance [0.00]

Prior Instr. Recorded at: City ☒ County ☐ [Wise] Percent. in this Juris. [100]

Book [] Page [] Instr. No [200501743]

Parcel Identification No (PIN) [V-503211]

Tax Map Num. (if different than PIN) []

Short Property Description [Supplemental Order regarding pooling by the Virginia Gas & Oil]

Current Property Address (Address 1) []

(Address 2) []

(City, State, Zip) [] [] []

Instrument Prepared By [Virginia Gas and Oil Board]

Recording Paid for By [Department of Mines, Minerals & Energy]

Return Recording To (Name) [Diane Davis]

(Address 1) [Division of Gas and Oil]

(Address 2) [P. O. Box 1416]

(City, State, Zip) [Abingdon] [VA] [24212]

Customer Case ID [VGOB 0501181394] []



Instrument Control Number

**Commonwealth of Virginia
Land Record Instruments
Continuation Cover Sheet
Form B**

[ILS VLR Cover Sheet Agent 1.0.83]

000091 OCT 13 12

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Date of Instrument: [10/04/05]

Instrument Type: [ORDER]

Number of Parcels [1]

Number of Pages [8]

City ☐ County ☒ [Wise County] (Box for Deed Stamp Only)

Grantors/Grantees/Parcel Continuation Form B

| Last Name | | First Name | Middle Name or Initial | Suffix |
|--------------------------|--------------------------|------------|------------------------|--------|
| <input type="checkbox"/> | <input type="checkbox"/> | [Austin] | [Bruce] | [] |
| <input type="checkbox"/> | <input type="checkbox"/> | [Austin] | [Debra] | [] |
| <input type="checkbox"/> | <input type="checkbox"/> | [Collins] | [Jeffrey] | [] |
| <input type="checkbox"/> | <input type="checkbox"/> | [Collins] | [Judy] | [] |
| <input type="checkbox"/> | <input type="checkbox"/> | [Keith] | [Helen] | [] |
| <input type="checkbox"/> | <input type="checkbox"/> | [Hale] | [Bonnie] | [] |
| <input type="checkbox"/> | <input type="checkbox"/> | [Hale] | [J.] | [] |
| <input type="checkbox"/> | <input type="checkbox"/> | [Banover] | [Muriel] | [] |
| <input type="checkbox"/> | <input type="checkbox"/> | [Taylor] | [Bill] | [] |
| <input type="checkbox"/> | <input type="checkbox"/> | [Taylor] | [Ann] | [] |
| <input type="checkbox"/> | <input type="checkbox"/> | [Taylor] | [Carl] | [] |
| <input type="checkbox"/> | <input type="checkbox"/> | [Taylor] | [Blanch] | [] |
| <input type="checkbox"/> | <input type="checkbox"/> | [Stanley] | [Larry] | [] |
| <input type="checkbox"/> | <input type="checkbox"/> | [Stanley] | [Rebecca] | [] |
| <input type="checkbox"/> | <input type="checkbox"/> | [Mullins] | [William] | [] |
| <input type="checkbox"/> | <input type="checkbox"/> | [Mullins] | [Judy] | [] |

Prior Instr. Recorded at: City ☐ County ☐ [] Percent. in this Juris. []

Book [] Page [] Instr. No []

Parcel Identification No (PIN) []

Tax Map Num. (if different than PIN) []

Short Property Description []

[]

Current Property Address (Address 1) []

(Address 2) []

(City, State, Zip) [] [] []

